

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:

NEW ASSIGNMENT

NATURE OF CONVEYANCE:

Notice of Grant of Security Interest

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
The Pantry, Inc.		03/12/2004	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Wachovia Bank, National Association, as Administrative Agent
Street Address:	301 S. College Street
Internal Address:	One Wachovia Center
City:	Charlotte
State/Country:	NORTH CAROLINA
Postal Code:	28288
Entity Type:	national banking association: UNITED STATES

PROPERTY NUMBERS Total: 35

Property Type	Number	Word Mark
Registration Number:	0994024	GOLDEN GALLON
Registration Number:	1186208	GOLDEN GALLON
Registration Number:	2683350	AUNT M'S
Registration Number:	2683339	AUNT M'S CHICKEN
Registration Number:	2326263	FOOD CHIEF
Registration Number:	2333856	CONCESSIONS
Registration Number:	2149628	P
Registration Number:	2122059	P THE PANTRY
Registration Number:	2180896	KNOCK OUT
Registration Number:	1875705	HANDY WAY
Registration Number:	1219408	FAST LANE
Registration Number:	1199163	ME MARKET EXPRESS
Registration Number:	1213614	FOOD CHIEF
Registration Number:	1557345	THE PANTRY

Registration Number:	1532395	WHEN YOU RUN OUT RUN OUT TO THE PANTRY
Registration Number:	1482037	SNACKIN SAMS
Registration Number:	1433356	CHICKEN N' BISCUITS
Registration Number:	2107794	THE GRILLING DEPOT
Registration Number:	2088093	P THE PANTRY
Registration Number:	1372925	WORTH
Registration Number:	1331174	BIG CHILL
Registration Number:	1389273	POWER PERK
Registration Number:	1167513	THE PANTRY
Registration Number:	2237356	THE ROO
Registration Number:	2348885	BEAN STREET COFFEE COMPANY
Registration Number:	1365016	LIL' CHAMP FOOD STORE
Registration Number:	1354632	KANGAROO
Registration Number:	2318479	K
Registration Number:	2730524	CELESTE
Registration Number:	2733231	KOALA
Registration Number:	2793523	BEAN STREET MARKET
Serial Number:	76493760	CELESTE
Serial Number:	76448056	THE CHILL ZONE
Serial Number:	76358383	KOALA
Serial Number:	76544455	RED CELESTE

CORRESPONDENCE DATA

Fax Number: (919)286-8199

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 919 286-8028

Email: PTO_TMconfirmation@mvalaw.com

Correspondent Name: Moore & Van Allen PLLC

Address Line 1: 2200 West Main Street

Address Line 2: Suite 800

Address Line 4: Durham, NORTH CAROLINA 27705

ATTORNEY DOCKET NUMBER:	512485.1126
NAME OF SUBMITTER:	Charles L. Evans

Total Attachments: 4

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TRADEMARK
REEL: 002826 FRAME: 0756

NOTICE OF
GRANT OF SECURITY INTEREST
IN TRADEMARKS

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Amended and Restated Security Agreement dated as of March 12, 2004 (as the same may be amended, modified, extended or restated from time to time, the "Security Agreement") by and among the Obligors thereto (each an "Obligor" and collectively, the "Obligors") and Wachovia Bank, National Association, as Administrative Agent (the "Administrative Agent") for the lenders referenced therein (the "Secured Parties"), the undersigned Obligor has granted, and hereby confirms the granting of, a continuing security interest in and continuing Lien upon, the trademarks and trademark applications shown below to the Administrative Agent for the ratable benefit of the Secured Parties:

TRADEMARKS

<u>Trademark No.</u>	<u>Description of Trademark</u>	<u>Date of Trademark</u>
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See Schedule 1 attached hereto

TRADEMARK APPLICATIONS

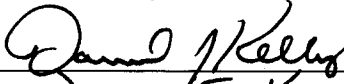
<u>Trademark Application No.</u>	<u>Description of Trademark Applied For</u>	<u>Date of Trademark Application</u>
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See Schedule 1 attached hereto

The Obligors and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

THE PANTRY, INC., a Delaware
corporation [Obligor]

By: 
Name: Daniel J. Kelly
Title: CFO

The Obligors and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

THE PANTRY, INC., a Delaware
corporation [Obligor]

By: _____
Name: _____
Title: _____

Acknowledged and Accepted:

WACHOVIA BANK, NATIONAL ASSOCIATION,
as Administrative Agent

By: *Douglas S. Boothe*
Name: *Douglas S. Boothe*
Title: *Director*

The Pantry, Inc.
(Delaware Corporation)

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
GOLDEN GALLON	0994024	9/24/74
GOLDEN GALLON	1186208	1/12/82
AUNT M'S and Design	2683350	2/4/03
AUNT M'S CHICKEN and Design	2683339	2/4/03
FOOD CHIEF and Design	2326263	3/7/00
CONCESSIONS	2333856	3/21/00
P and Design	2149628	4/7/98
P THE PANTRY and Design	2122059	12/16/97
KNOCK OUT	2180896	8/11/98
HANDY WAY (Stylized)	1875705	1/24/95
FAST LANE	1219408	12/7/82
ME MARKET EXPRESS (Stylized)	1199163	6/22/82
FOOD CHIEF	1213614	10/19/82
THE PANTRY and Design	1557345	9/19/89
WHEN YOU RUN OUT RUN OUT TO THE PANTRY	1532395	3/28/89
SNACKIN SAMS	1482037	3/22/88
CHICKEN N' BISCUITS and Design	1433356	3/17/87
THE GRILLING DEPOT	2107794	10/21/97
P THE PANTRY	2088093	8/12/97
WORTH and Design	1372925	11/26/85
BIG CHILL	1331174	4/16/85
POWER PERK	1389273	4/8/86
THE PANTRY	1167513	9/1/81
THE ROO	2237356	4/6/99
BEAN STREET COFFEE COMPANY	2348885	5/9/00
LIL' CHAMP FOOD STORE	1365016	10/8/85
KANGAROO	1354632	8/13/85
K and Design	2318479	2/15/00
CELESTE	2730524	6/24/03
KOALA and Design	2733231	7/1/03
BEAN STREET MARKET and Design	2793523	12/16/03

Pending Applications

Mark	Application No.	Filing Date
CELESTE	76493760	2/28/03
THE CHILL ZONE	76448056	9/9/02
KOALA and Design	76358383	1/14/02
RED CELESTE	76544455	9/3/03